

JUL 7- 1971 -9 30 AM

AMENDMENT TO LEASE AGREEMENT INTERSTATE COMMERCE COMMISSION

THIS AGREEMENT OF AMENDMENT, made and entered into on this 21st day of June, 1971, by and between FORT DODGE, DES MOINES & SOUTHERN RAILWAY COMPANY, an Iowa corporation, hereinafter called "Lessor", and CHICAGO AND NORTH WESTERN RAILWAY COMPANY, a Wisconsin corporation, hereinafter called "Lessee", amends the Lease Agreement made and entered into by and between the parties hereto and dated as of the date hereof.

Section 1(a) of the Lease Agreement referred to above, which lists all lines of railroad which Lessor now owns or operates under existing trackage agreements and its lease of Des Moines Western Railway Company is hereby amended as follows:

(Operated Under Lease)

Des Moines Western	M	1.47
Railway Company	Sidings	<u>4.42</u>
	TOTAL	5.89

TOTAL MILEAGE OPERATED	<u><u>260.32</u></u>
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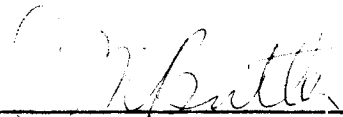
NOW, THEREFORE, it is mutually agreed by and between the parties hereto, that the above amendment be made a part of the Lease Agreement entered into as of this date.

IT IS FURTHER AGREED, that no other terms of the Lease Agreement shall be altered or changed.

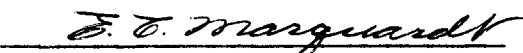
IN WITNESS WHEREOF, the parties have caused this Amendment To Lease Agreement to be executed by authority of their respective Boards of Directors and by their duly constituted officers.

FORT DODGE, DES MOINES & SOUTHERN
RAILWAY COMPANY

By


VICE PRESIDENT-FINANCE

ATTEST:


ASSISTANT SECRETARY

CHICAGO AND NORTH WESTERN RAILWAY
COMPANY

By


VICE PRESIDENT-FINANCE

ATTEST:


ASSISTANT SECRETARY

STATE OF ILLINOIS)

) SS

COUNTY OF COOK)

I, ALBERT R. ZUSPANN, a Notary Public duly commissioned and qualified in and for the County and State aforesaid and residing therein, DO HEREBY CERTIFY that JOHN M. BUTLER and E. C. MARQUARDT, to me personally known and known to me to be, respectively, Vice President and an Assistant Secretary of Fort Dodge, Des Moines & Southern Railway Company and the identical persons whose names are subscribed to the foregoing instrument appeared before me this day in person, and being first duly sworn by me, severally acknowledged to me that they are, respectively, Vice President and an Assistant Secretary of said corporation; that as such officers they signed, sealed and delivered said instrument in behalf of said corporation by authority and order of its Board of Directors as the free and voluntary act and deed of said corporation, and as their own free and voluntary act; that they know the seal of said corporation; that the seal affixed to said instrument is the seal of said corporation; and that said corporation executed said instrument for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal as such Notary Public, at Chicago, Illinois, this 21st day of June, 1971.

My commission as such Notary Public expires AUG 22 1973 .

Albert R. Zussman
Notary Public in and for the
County of Cook, in the State
of Illinois.

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I, ALBERT R. ZUSPANN, a Notary Public duly commissioned and qualified in and for the County and State aforesaid and residing therein, DO HEREBY CERTIFY that JOHN M. BUTLER and E. C. MARQUARDT, to me personally known and known to me to be, respectively, Vice President and an Assistant Secretary of Chicago and North Western Railway Company and the identical persons whose names are subscribed to the foregoing instrument appeared before me this day in person, and being first duly sworn by me, severally acknowledged to me that they are, respectively, Vice President and an Assistant Secretary of said corporation; that as such officers they signed, sealed and delivered said instrument in behalf of said corporation by authority and order of its Board of Directors as the free and voluntary act and deed of said corporation, and as their own free and voluntary act; that they know the seal of said corporation; that the seal affixed to said instrument is the seal of said corporation; and that said corporation executed said instrument for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal as such Notary Public, at Chicago, Illinois, this 21st day of June, 1971.

My commission as such Notary Public expires AUG 22 1973.

Albert R. Zuspann
Notary Public in and for the
County of Cook, in the State
of Illinois.